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separation (.9); conference with J. Atkinson regarding issues pertaining to IP dispute (.5); telephone conference with A. Jarvis regarding issues on impasse with IP attorneys (.4); conference and strategy sessions between E. Monson and B. Kotter regarding potential solutions to impasse with IP (2.0); multiple conferences with S. O'Connell and D. Griffith regarding suggested proposals and discussions regarding custody of documents (1.4); additional conference with J. Atkinson regarding status and custody conditions and requests from IP counsel (.6); final meeting with S. O'Connell and D. Griffith regarding IP documents separation (.4).

08/22/06 A Jarvis	.40 Telephone conference with J. Atkinson, S. C. Strong, and T. Allison regarding IP documents, fee applications.
08/22/06 A Jarvis	.80 Telephone conference with Mesirow team and Ray Quinney & Nebeker lawyers regarding IP documents.
08/22/06 A Jarvis	.20 Correspondence on IP documents.
08/22/06 B Kotter	7.50 Repeated conferences with E. A. Monson and A. T. Brinkerhoff regarding document separation issues (1.7); conference with J. Atkinson and E. A. Monson and A. T. Brinkerhoff regarding document separation (.6); Phone call with A. W. Jarvis regarding same (.4); draft e-mail explaining issues and position to A. W. Jarvis (1.3); work with opposing counsel regarding document separations (2.3); conference with R. Hilson and opposing counsel (1.2).
08/22/06 D Monson	.60 Conference with S. Strong on Motion regarding prepaid interest (0.5); review Proof of Claim of lender and forward to C. Hurst (0.1).
08/22/06 E Monson	.70 Conference with B. J. Kotter and A. T. Brinkerhoff regarding IP documents (.7).
08/22/06 E Monson	1.00 Conference with A. W. Jarvis, S. Smith, J. Atkinson, M. Haftl regarding IP document separation (1.0).

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08/22/06 E Monson	.90	Conference with Sarah O'Connell and Doug Griffith regarding IP document separation (.9).
08/22/06 E Monson	.50	Conference with J. Atkinson regarding issues relative to IP documents (.5).
08/22/06 E Monson	.40	Conference with A. W. Jarvis regarding issues involving issues relating to conflict regarding IP document separation (.4).
08/22/06 E Monson	2.00	Conference with A. T. Brinkerhoff and B. J. Kotter regarding impasse over IP document separation (2.0).
08/22/06 E Monson	1.40	Multiple conferences with S. O'Connell and D. Griffith regarding IP document separation issues, suggested proposal and discussions relating to custody (1.4).
08/22/06 E Monson	.60	Additional conferences with J. Atkinson regarding status of discussions and custody conditions (.6).
08/22/06 E Monson	.40	Meeting with J. Milanowski's counsel regarding IP document separation (.4).
08/22/06 E Monson	.20	Discussion with Mark Olsen regarding custody issues (.2).
08/22/06 E Monson	.40	Meeting with L. Weese regarding IP documents (.4).
08/22/06 E Monson	.20	Discussion with S. C. Strong regarding issues regarding Hall Financial assignments and distributions.
08/22/06 S Strong	.80	Meet with D. M. Monson to discuss pre-paid interest recovered from borrowers and pleading for obtaining court determination regarding debtors interest in same (0.5); voice message to D. M. Monson regarding same (0.1); review email from M. W. Pugsley regarding proposed letter to J. Milanowski regarding IP documents, and exchange emails with A. W. Jarvis regarding same (.2).

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08/23/06 A Brinkerhoff 3.00 Report to A. Jarvis on Las Vegas meetings regarding document disputes (.4); report and meeting with M. Pugsley regarding IP documents (.4); conferences with E. Monson regarding summary of understanding on IP documents (.5); draft outline of arrangement pertaining to documents in dispute and revisions following conferences with E. Monson (1.1); transmittal of summary of arrangement to D. Griffith, S. O'Connell and R. Walker (.2); email to J. Atkinson, M. Olson and S. Smith regarding notification and compliance with arrangement pertaining to documents in dispute (.4).

08/23/06 B Kotter 1.00 Brief conference with S. C. Strong regarding document separation (.1); brief conference with E. A. Monson regarding same (.2); read and respond to various e-mails with A. T. Brinkerhoff and E. A. Monson regarding document separation issues (.7).

08/23/06 B Kotter 1.00 Exchange e-mails and telephone conference with C. Hurst regarding loan summary sheet (.4); review of Shea & Carlyon supplemental declaration and e-mail A. W. Jarvis regarding same (.6).

08/23/06 D Monson .50 Review e-mails on Motion regarding prepaid interests (0.1); discuss with A. Jarvis and S. Strong on Motion regarding prepaid interest (0.2); analysis of evidence needed for Motion regarding prepaid interest (0.2).

08/23/06 E Monson .90 Discussions with A. W. Jarvis, A. T. Brinkerhoff and S. C. Strong regarding issues on IP document separation (.9).

08/23/06 E Monson .50 Review e-mail drafted by A. T. Brinkerhoff regarding disputed documents and make comments thereto (.5).

08/23/06 E Monson .20 Send confidentiality agreements to T. Allison for execution and draft accompanying e-mail (.2).

08/23/06 E Monson .40 Follow up and e-mail Jan Chubb's office regarding issue on request for certain appraisals (.4).

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08/23/06 E Monson	.20	Follow up with Mesirow regarding obtaining copies of appraisals for J. Chubb (.2).
08/23/06 E Monson	.30	Review e-mail from R. H. Madsen regarding update to litigation list and attached report (.3).
08/23/06 M Pugsley	3.60	Conference B. J. Kotter regarding IP documents (.6); research regarding insurance claims in bankruptcy (1.3); review insurance policies for USA securities (.7); track down additional policies and review same (1.0).
08/23/06 S Strong	.40	Confer with B. J. Kotter regarding status of IP document review (0.2); confer with E. A. Monson regarding same (0.1); review recent correspondence regarding same (0.1).
08/23/06 S Strong	.40	Exchange emails with M. Olson discussing various matters for Aug. 31 hearing (for website) (0.4).
08/23/06 C Hurst	2.20	Access update docket, tickler calendar (1.7); review, research upcoming calendar and office conferences with S. C. Strong (.5).
08/23/06 L Okerlund	6.60	Prepare hearing binders.
08/24/06 A Brinkerhoff	4.50	Draft position memorandum relating to IP document issues (2.0); outline of affidavits (1.0); draft introduction for memorandum (.8); preparation and transmittal of log to S. Smith, M. Olson and J. Atkinson (.4); email to A. Jarvis, S. Strong and E. Monson regarding document dispute issues (.3).
08/24/06 A Jarvis	.20	Correspondence on prepaid interest claims.
08/24/06 A Jarvis	.30	Correspondence on IP document issues.
08/24/06 A Jarvis	.50	Correspondence on IP documents, proposals regarding settlement of issues regarding documents.
08/24/06 B Kotter	.80	Review of e-mail exchange and analyze issues relative to document separation and preparation for litigation over segregation issues (.8).

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08/24/06 D Monson 4.20 E-mail to S. Smith on outline of legal arguments and evidentiary proof for Motion regarding prepaid interest (0.9); analysis of evidence needed and tracing research requirements for Motion regarding prepaid interest (.4); discussion with E. Monson on evidence needed for Motion regarding prepaid interest (0.4); review e-mails from S. Smith on scheduling conference to discuss evidence for Motion regarding prepaid interest (0.2); review e-mail from S. Strong on legal arguments for Motion regarding prepaid interest (0.1); conference call with S. Smith, J. Atkinson, S. Strong, E. Monson and A. Jarvis on Motion regarding prepaid interest (2.2).

08/24/06 E Monson .30 Review lengthy e-mail from D. M. Monson regarding motion regarding prepaid interest (.3).

08/24/06 E Monson .30 Discussion with D. M. Monson regarding legal issues relating to prepaid interest (.3).

08/24/06 E Monson .30 Discussion with S. C. Strong regarding issues relating to prepaid interest (.3).

08/24/06 E Monson 1.20 Review e-mails regarding conference call on prepaid interest and participate in conference call regarding same (1.2).

08/24/06 E Monson .20 Review e-mail from S. C. Strong regarding issue on prepaid interest (.2).

08/24/06 E Monson .80 Start putting together research for motion regarding prepaid interest (.8).

08/24/06 E Monson .30 Review e-mail and attachment from C. Hurst regarding upcoming motions and reply due dates (.3).

08/24/06 E Monson 1.60 Review lengthy e-mail and attachment relating to IP documents and send reply e-mail (1.0); review e-mail from S. C. Strong to A. T. Brinkerhoff e-mail (.1); review additional e-mail from A. T. Brinkerhoff regarding IP document issues from A. T. Brinkerhoff (.2); review e-mail from A. T. Brinkerhoff on document log and accompanying attachment (.3).

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08/24/06 S Strong 2.50 Review detailed email from D. M. Monson with analysis of approach for obtaining determination of USACMs right in prepaid interest recovered from borrowers (0.3); exchange emails with D. M. Monson, A. W. Jarvis and E. M. Monson to coordinate further efforts in researching and developing action plan for same (0.2); confer with D. M. Monson regarding same (0.1); confer with E. A. Monson regarding related issues (0.6); participate in telephone conference with S. Smith, J. Atkinson, D. M. Monson and E. A. Monson regarding same (0.6); review proposed correspondence from A. T. Brinkerhoff to IP attorneys regarding IP documents, and confer with him regarding same (0.3); confer with E. A. Monson regarding same (0.1); exchange emails with E. A. Monson, A. W. Jarvis and A. T. Brinkerhoff regarding same (0.3).

08/24/06 J Batestas 1.50 Search review email regarding David Fogg (1.2); discussion with M. W. Pugsley regarding same (.3).

08/24/06 C Hurst 2.70 Download/update docket; carefully review against court calendar and tickler calendar; office conference with L. Okerlund regarding hearing binders and e-mail to parties findings for 8/31 hearing date (1.4); receipt, respond to telephone calls from investors/parties; request information from Mesirow regarding same (.8); monitor docket updates and exchange e-mails regarding same (.5).

08/24/06 L Okerlund 6.70 Prepare hearing binders, prepare proof of claims files.

08/25/06 A Brinkerhoff 2.90 Review documents division lists and email to A. Jarvis, S. Strong, E. Monson regarding Tanamera documents and IP division of documents (.4); conference with E. Monson regarding IP issues (.4); initial research and draft of memorandum opposing motion to compel delivery of disputed documents (1.5); draft additional factual paragraphs for memorandum (.6).

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08/25/06 B Kotter	.70 E-mail exchange with E. A. Monson regarding document management and appraisal information (.2); phone call with L. Dorsey and S. C. Straight regarding issues and title (.5).
08/25/06 B Kotter	.60 Exchange e-mail between E. A. Monson and A. T. Brinkerhoff regarding document separation issues (.4); review e-mail from M. Olsen instructing employees on protocol (.2).
08/25/06 B Kotter	.60 Continue revising dictation index of boxes related to document separation (.6).
08/25/06 E Monson	.20 Review notice of continuing objection to motion for payment of proceeds secured by Deeds of Trust without reduction for nesting filed by the UCC (.2).
08/25/06 E Monson	.30 Discussion with D. M. Monson regarding legal issues on prepaid interest (.3).
08/25/06 E Monson	.20 Send e-mail to S. Smith regarding E. Elgart letter and review reply (.2).
08/25/06 E Monson	.10 E-mail to J. Oriti regarding E. Elgart documents (.1).
08/25/06 E Monson	.50 Review e-mail from J. Chubb's office regarding additional request for appraisals and copies of DL Confidentiality Agreements (.5).
08/25/06 E Monson	.20 Send Hilco appraisals to Janet Chubb (.2).
08/25/06 E Monson	1.00 Work on Motion for continuing distributions (1.0).
08/25/06 E Monson	1.00 Work on putting together information needed for motion regarding prepaid interest (1.0).
08/25/06 E Monson	.20 Review letter from R. Charles and e-mail from A. W. Jarvis regarding modifications to motion on continuing distributions (.2).
08/25/06 E Monson	.30 Review e-mails from A. W. Jarvis and A. T. Brinkerhoff on segregation of IP documents and send replies (.3).

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08/25/06 E Monson	.30	Discussion with A. T. Brinkerhoff regarding legal issues involving ownership of documents (.3).
08/25/06 E Monson	.20	Review e-mails from M. Olson regarding custody issues involving IP documents (.2).
08/25/06 S Strong	.50	Telephone conference with J. McPherson regarding coordination of various case administration issues (0.5).
08/25/06 J Batestas	3.60	Search and review email of David Fogg (3.4); discussion with M. W. Pugsley regarding same (.2).
08/25/06 C Hurst	2.30	Receipt of new filings; update tickler calendar; coordinate additions to hearing binders with Lorri Okerlund (.8); prepare two binders of abbreviated schedules (1.5).
08/25/06 L Okerlund	6.70	Prepare hearing binders, prepare claims files.
08/27/06 E Monson	.70	Work on modification to distribution motion.
08/27/06 J Batestas	2.00	Review email and documents of David Fogg.
08/28/06 A Brinkerhoff	.70	Conference with E. Monson regarding conference call with Milanowski counsel (.3); conference with K. Applegate and E. Monson regarding entities structure established by J. Milanowski (.4).
08/28/06 A Brinkerhoff	1.60	Work on draft protective order (1.1); conference with E. Monson regarding protective order provisions (.2); conference with E. Monson regarding privacy provisions in protective order (.3).
08/28/06 B Kotter	.50	Review case management schedule for deadlines and schedule (.3); review docket for S. C. Strong for filings on fee applications (.2).
08/28/06 D Monson	.20	Discussion with E. Monson on Motion regarding prepaid interest (0.1); review and forward to E. Monson the Notice of Hearing for Robert LePome's Motion to Distribute Loan Proceeds (0.1).

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08/28/06 E Monson	.90 Review several e-mails from J. Chubb and T. Waldo regarding Hilco appraisals send and additional requests for appraisals and send replies (.9).
08/28/06 E Monson	.40 Follow up on new requests for appraisals received from J. Chubb; review Rule 2019 statement and send e-mail to J. Chubb and J. Waldo relating thereto.
08/28/06 E Monson	1.90 Work on drafting modification to motion to distribute funds and review e-mails from A. W. Jarvis and discuss with S. C. Strong (1.9).
08/28/06 E Monson	.50 Review and make changes to modification to motion to distribute funds.
08/28/06 E Monson	.30 Check R. LePome Rule 2019 statement and draft e-mail to M. Haftl and C. McClennan regarding additional request for Hilco appraisal from R. LePome (.3).
08/28/06 E Monson	.10 Draft e-mail to S. Smith regarding modification to Motion to Distribute Funds (.1).
08/28/06 E Monson	.60 Review e-mails from A. W. Jarvis regarding conference to discuss IP document separation and further discussions with A. T. Brinkerhoff (.3); Additional discussions with A. T. Brinkerhoff regarding IP document issues and research needed (.3).
08/28/06 E Monson	.30 Meet with A. T. Brinkerhoff and discuss protective order.
08/28/06 J Batestas	.70 Continue review of David Fogg documents (.6); discussion with M. W. Pugsley regarding same (.1).
08/28/06 C Hurst	4.30 Work on August 31st hearing binders (2.9); update docket and tickler calendar (1.0); receive, respond to calls, inquiries of investors (.4).

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08/29/06 A Brinkerhoff 1.20 Conference with E. Monson regarding calls to D. Griffith and R. Walker (.3); calls to D. Griffith and B. Walker (.5); conference with Clark regarding Ninth Circuit research (.4).

08/29/06 A Brinkerhoff .60 Work on Protective Order.

08/29/06 C Clark 1.20 Research regarding ownership of documents.

08/29/06 A Jarvis .30 Correspondence on investor inquiries.

08/29/06 E Monson .10 Review e-mail from T. Waldo regarding amending Rule 2019 statement for J. Chubb (.1).

08/29/06 E Monson .10 Review e-mail from C. McClellan regarding Hilco appraisal on Standard property development (.1).

08/29/06 E Monson .20 Review e-mails from C. Kish regarding request for Hilco appraisals by Niles L. and Nicholas Steven and send reply (.2).

08/29/06 E Monson .30 Review e-mail from S. C. Strong regarding modification to distribution motion and further discussion with S. C. Strong (.3).

08/29/06 E Monson .50 Discussion with S. Smith regarding comments to modification to distribution motion and make revisions (.5).

08/29/06 E Monson .70 Work on revising modification to motion to distribute (.7).

08/29/06 E Monson .40 Finalize and proof modification to motion to distribute funds and send to Jeanette McPherson for filing (.4).

08/29/06 E Monson .50 Review e-mails from A. W. Jarvis and discussions with A. T. Brinkerhoff regarding calls to Doug Griffith and R. Walker to make calls with A. T. Brinkerhoff and leave messages (.5).

08/29/06 C Hurst 3.40 Continue work/update on 8/31 hearing binders and update case cite binder (3.4).

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08/30/06 A Brinkerhoff 1.30 Meeting with C. Clark regarding Ninth Circuit research (.3); calls to and from D. Griffith (.3); call from D. Griffith regarding possible settlement (.5); calls to E. Monson (.2).

08/30/06 A Brinkerhoff .90 Revisions to Protective Order (.9).

08/30/06 B Kotter .40 Conference with A. T. Brinkerhoff regarding dispute and conversations with D. Griffith and the separation of IP documents (.4).

08/30/06 B Kotter .90 Review of draft protective order (.8) and conference with A. T. Brinkerhoff regarding same (.1).

08/30/06 D Monson .20 Review R. LePome Reply Brief in Support of Distributions to Direct Lenders Without Netting (0.2).

08/30/06 E Monson .20 Review e-mail from T. Waldo and new Rule 2019 statement filed by Chubb's office (.2).

08/30/06 E Monson .20 Review e-mails relating to order on cash (.2).

08/30/06 E Monson .20 Review e-mails on comments of Committees on modification to distribution motion and send reply (.2).

08/30/06 E Monson .20 Review e-mail from C. McClellan regarding requested Hilco appraisal and forward appraisal to R. LePome (.2).

08/30/06 E Monson .10 Draft and send e-mail to M. Haftl and C. McClellan regarding appraisal request (.1).

08/30/06 E Monson .30 Follow up with Carrie Hurst regarding preparation of litigation chart (.3).

08/30/06 E Monson 2.20 Conference with S. C. Strong and A. W. Jarvis regarding plan issues and motion to distribute and other issues to prepare for hearing (2.2).

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08/30/06 C Hurst 1.10 Office conference with A. Tsu regarding claims forms and procedure; research large bankruptcy cases and forms for noticing of same; e-mail exchange with BMC regarding setting up meeting for claims procedure (.6); conferences, follow up, finalizing 8/31 hearing binders (.5).

08/31/06 A Brinkerhoff 3.50 Call to D. Griffith (.5); email to D. Griffith regarding document dispute (.6); emails to and from co-counsel regarding Milanowski document dispute (.4); draft discussion proposal for possible delivery to D. Griffith (1.7); conference with B. Kotter regarding discussion proposal (.2); conference with S. Strong regarding discussion proposal (.1).

08/31/06 A Jarvis .50 Conference with J. Atkinson, T. Allison, S. Smith, E. A. Monson, and B. Fasel regarding results of hearing, negotiations with bidders.

08/31/06 B Kotter .70 Review of e-mail from A. T. Brinkerhoff regarding position and conversation with Doug Griffith on IP document separation issues (.3); conference with A. T. Brinkerhoff regarding same and position statement and motion preparation (.4).

08/31/06 E Monson .30 Conference with S. C. Strong regarding events at Omnibus hearing and follow up (.3).

08/31/06 E Monson .30 Conference with S. C. Strong, T. Allison, and A. W. Jarvis regarding events at hearing and creditor issues (.3).

08/31/06 E Monson .20 Discussion with M. Haftl regarding addresses for employees (.2).

08/31/06 E Monson .50 Call A. T. Brinkerhoff regarding conversation with D. Griffith (.1); review e-mails from A. T. Brinkerhoff and S. C. Strong regarding IP document separation and send reply (.4).

08/31/06 S Strong .40 Telephone conference with J. McPherson to coordinate various upcoming court filings and administrative issues (0.4).

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08/31/06 S Strong	2.10	Research regarding procedural and substantive issues for determination of CMs interest in recovery of pre-paid interest from borrowers (2.1).
08/31/06 S Strong	.30	Review email and proposed letter from A. T. Brinkerhoff regarding IP document issues, and confer with him regarding same (.3).
08/31/06 C Hurst	1.00	Prepare S. T. Waterman Petition for Admission Pro Hac Vice.

TOTAL FOR LEGAL SERVICES RENDERED

\$94,745.00

“Exhibit G-2”

STATEMENT OF ACCOUNT

RAY QUINNEY & NEBEKER

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

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SALT LAKE CITY, UTAH 84145-0385

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Debtor USA Commercial Mortgage Co., et al.
Thomas J. Allison 4484 South Pecos Road
Las Vegas, NV 89121

October 23, 2006
Invoice No. *****

For Legal Services Rendered Through August 31, 2006

Thomas J. Allison

Matter No. 34585-00002

Asset Analysis and Recovery

08/01/06 A Jarvis	.30 Telephone conference with J. Suszot regarding Royal Hotel, title issues, payment on security interest.
08/01/06 S Strong	.60 Review email from S. OConnell regarding issues for planned review of IP documents (.1), confer with B. J. Kotter and E. A. Monson regarding same (.2), email to M. W. Pugsley regarding same (.1), and responsive email to S. OConnell regarding same (.2).
08/04/06 A Jarvis	.40 Conference with R. Walker regarding negotiations with IP regarding issues respecting Diversified loans.
08/07/06 S Tingey	3.90 Draft Notice of Interest regarding EPIC (0.6); draft Acknowledgement of Interest for Tree Moss regarding EPIC (0.3); conference call with M. Levinson, J. Hermann and A. W. Jarvis regarding Diversified (0.6); conference call with M. Levinson, J. Hermann and A. W. Jarvis regarding Diversified portfolio (2.4).
08/08/06 A Jarvis	.30 Correspondence on Epic proposal.

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08/08/06 S Tingey	2.50	Communicate with S. C. Strong and A. W. Jarvis regarding EPIC loan (0.2); review issues regarding 10-90 demand letter (0.4); memo to A. Stevens regarding 10-90 demand (0.1); review loan summary information to be delivered to committees (0.6); communicate with A. W. Jarvis and S. C. Strong regarding same (0.2); revise EPIC notices (0.4); communicate with J. Hermann, M. Levinson and A. W. Jarvis regarding EPIC notices (0.4); telephone conference with R. Walker, attorney for Milanowski regarding EPIC loan (0.2).
08/09/06 S Strong	.30	Review emails from A. W. Jarvis and E. A. Monson regarding IP documents issues, and confer with E. A. Monson regarding same (.3).
08/09/06 S Tingey	.90	Letter to R. Walker regarding EPIC (0.3); conference with D. M. Monson regarding EPIC demands (0.2); memo to E. J. Toscano regarding EPIC title information (0.2); revise EPIC Notices (0.2).
08/10/06 A Jarvis	.30	Correspondence regarding issues on Fiesta Stoneridge and security interest on Roripaugh Ranch.
08/10/06 A Jarvis	.30	Correspondence on Epic loan, negotiations regarding IP interests.
08/10/06 S Tingey	.20	Memo to A. W. Jarvis and S. C. Strong regarding EPIC (0.2).
08/11/06 S Strong	.60	Telephone conference with R. Walker regarding various IP issues and requests (0.4); telephone conference with R. Walker regarding Bundy undisbursed funds (0.2).
08/11/06 S Strong	.50	Review email from M. Pugsley and research memorandum from A. West regarding issues concerning IP documents (0.3); review email from M. W. Pugsley and letter from K. Breen regarding dispute over IP documents (0.2).
08/12/06 S Strong	.30	Exchange emails with A. W. Jarvis regarding issues raised in discussion yesterday with R. Walker concerning IP (.3).

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08/14/06 S Tingey	.30 Telephone conference with R. Walker, attorney for McCormick regarding EPIC issues and 10-90 issues (0.3).
08/15/06 A Jarvis	.20 Correspondence regarding meeting with counsel for J. Milanowski regarding IP.
08/15/06 S Tingey	.40 Conference with A. W. Jarvis and S. C. Strong regarding Transition Services Agreement issues (0.2); conference with R. Walker (0.2).
08/16/06 A Jarvis	1.70 Conference with R. Walker regarding IP assets, IP documents, plan issues.
08/17/06 A Jarvis	.50 Review of information on IP and correspondence regarding same.
08/18/06 A Jarvis	.40 Telephone conference with R. Walker regarding IP issues, meeting with Diversified, document issues.
08/18/06 A Jarvis	.20 Correspondence with R. Walker regarding documents, meeting with Diversified.
08/18/06 S Tingey	1.80 Revise letter to BySynergy (0.4); conference with D. M. Monson regarding BySynergy (0.2); review issue on Shamrock Towers (0.3); memo to A. Stevens regarding same (0.1); review BySynergy loan documents regarding security issue (0.6); communicate with A. Stevens regarding Interest Reserve depletion issue (0.2).
08/21/06 A Jarvis	.40 Correspondence with M. W. Pugsley regarding insurance policy.
08/21/06 S Strong	.40 Telephone conference with E. A. Monson regarding IP document dispute, and exchange emails with A. W. Jarvis regarding same (0.2); review proposed letter from M. W. Pugsley regarding security of documents, and confer with A. W. Jarvis regarding same (0.2).
08/22/06 A Jarvis	1.40 Meet with M. Levinson regarding preparation for negotiations with J. Milanowski on IP issues.

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08/22/06 A Jarvis	2.30 Meet with M. Levinson and R. Walker regarding IP issues. (1/2 time)
08/22/06 A Jarvis	.40 Telephone conference with T. Allison and J. Atkinson regarding meeting on IP issues with J. Milanowski.
08/22/06 A Jarvis	.40 Conference with S. C. Strong regarding follow up needed to meeting between J. Milanowski and T. Allison and meeting with M. Levinson and R. Walker.
08/22/06 A Jarvis	.30 Correspondence on information needed after meeting with R. Walker.
08/22/06 A Jarvis	.20 Correspondence on pledged property.
08/23/06 A Jarvis	.40 Telephone conference with R. Walker and M. Levinson on IP issues, collection of receivable. (1/2 time)
08/23/06 A Jarvis	.10 Telephone call to T. Allison regarding IP issues.
08/23/06 S Strong	.40 Confer with A. W. Jarvis regarding collections from borrowers of interest prepaid to investors, and strategies for obtaining court ruling on same (0.1); discussion with A. W. Jarvis and D. M. Monson regarding same (0.3).
08/24/06 A Jarvis	.20 Correspondence on Royal Hotel, closing and payment per IP receivable.
08/24/06 A Jarvis	.30 Review of information from R. Walker and correspondence regarding same.
08/25/06 S Strong	.20 Review emails from A. W. Jarvis, A. T. Brinkerhoff, and M. Olson regarding Tanamera entities and documents (.2).
08/25/06 S Strong	.20 Review comments from M. Olson and A. W. Jarvis regarding letter requested by UCC concerning recovery of pre-paid interest (.2).

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08/26/06 S Strong	.80	Review email from T. Allison regarding proposed letter to investors regarding pre-paid interest (0.1); review and revise proposed letter, and send revisions to A. W. Jarvis (0.7).
08/28/06 A Jarvis	2.00	Meeting with J. Milanowski, counsel, T. Allison and Diversified professionals regarding IP receivable, IP claims, settlement discussions. (1/2 time)
08/28/06 M Pugsley	.50	Review insurance policies and forward to counsel for creditors committee.
08/29/06 A Jarvis	.40	Conference call with Mesirow regarding letter to investors on collecting back pre-paid interest.
08/29/06 S Tingey	.40	Review issues regarding "equitable lien" filed on Royal Hotel (0.4).
08/30/06 S Tingey	.20	Communicate with A. W. Jarvis regarding Royal Hotel issues (0.2).
08/31/06 A Jarvis	2.30	Meeting with R. Walker and J. Milanowski, T. Allison, and E. A. Monson regarding IP assets, IP receivable (2.0); telephone conference with J. Hermann and M. Tucker regarding meeting with J. Milanowski (.3).
08/31/06 E Monson	1.00	Participate in conference with A. W. Jarvis, T. Allison, S. Smith, R. Walker and J. Milanowski to discuss estate issues and workout proposal.

TOTAL FOR LEGAL SERVICES RENDERED

\$9,305.50

“Exhibit G-3”

STATEMENT OF ACCOUNT

RAY QUINNEY & NEBEKER

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

POST OFFICE BOX 45385

SALT LAKE CITY, UTAH 84145-0385

TELEPHONE (801) 532-1500

FACSIMILE NO. (801) 532-7543

FEDERAL TAX ID NO. 87-0350651

Debtor USA Commercial Mortgage Co., et al.
Thomas J. Allison 4484 South Pecos Road
Las Vegas, NV 89121

October 23, 2006
Invoice No. *****

For Legal Services Rendered Through August 31, 2006

Thomas J. Allison

Matter No. 34585-00003

Asset Disposition

08/01/06 S Tingey	1.30	Conference with several paralegals regarding assembly information for third-party purchasers (0.8); review information to be provided (0.5).
08/07/06 A Jarvis	.20	Correspondence regarding confidential term sheet from bidder.
08/10/06 S Strong	.30	Review email from C. Pajak requesting form of confidentiality agreement used for proposed asset purchasers, locate and review same and send to her (.3).
08/22/06 A Jarvis	.40	Telephone conference with bidder's attorney.
08/22/06 A Jarvis	.30	Correspondence on bidders, excluded assets.
08/22/06 A Jarvis	.20	Further correspondence on bid, comments on same.
08/23/06 A Jarvis	.20	Conference call with J. Atkinson, S. C. Strong, and B. Fasel regarding potential bidders.
08/23/06 A Jarvis	.30	Conference call with potential lead bidder, negotiations on bid.

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08/24/06 A Jarvis	.50	Conference call with J. Atkinson and B. Fasel regarding offer of potential lead bidder.
08/24/06 A Jarvis	.20	Correspondence on potential asset purchaser.
08/24/06 A Jarvis	.30	Negotiations with bidder on retention of exit fees.
08/26/06 A Jarvis	.50	Telephone conference with Mesirow, Ray Quinney & Nebeker attorneys regarding negotiations with lead bidder, plan issues.
08/29/06 A Jarvis	.30	Telephone conference with Mesirow regarding finalizing lead bid.
08/30/06 A Jarvis	.40	Conference call with T. Allison regarding asset bids, liquidation alternatives.

TOTAL FOR LEGAL SERVICES RENDERED

\$1,629.50

“Exhibit G-4”

STATEMENT OF ACCOUNT

RAY QUINNEY & NEBEKER

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

POST OFFICE BOX 45385

SALT LAKE CITY, UTAH 84145-0385

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Las Vegas, NV 89121

October 23, 2006
Invoice No. *****

For Legal Services Rendered Through August 31, 2006

Thomas J. Allison

Matter No. 34585-00004

Business Operations

08/01/06 K Glade	1.20 E-mails regarding discussions on Hasley Canyon (0.2); e-mails regarding Palisades' request for title report information (0.2); related e-mail to Palisades Associate (0.2); additional e-mails regarding discussions with Hasley Canyon borrower (0.3); conferences with S. Strong regarding R. McKnight request (0.3).
08/01/06 A Jarvis	1.30 Telephone conference with D. M. Monson, S. C. Tingey, S. Smith, A. Stevens, J. Reed and M. Olson regarding default letters, collection actions.
08/01/06 A Jarvis	1.50 Conference with S. C. Strong regarding response to motion to distribute; review pleadings regarding same.
08/01/06 A Jarvis	1.70 Draft and revise reply to motion to distribute.
08/01/06 D Monson	5.90 Conference call with M. Kehl on Palm Harbor One loan and Gramercy loan workout proposal (0.4); conference call with M. Kehl, A. Stevens, J. Lilly, P. Borans and B. Sherr on Palm Harbor One loan issues (1.0); conference call with S.

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Smith, J. Reed, A. Stevens, M. Olson, S. Tingey and A. Jarvis on Default Interest and Exhaustion of Interest Revenue and Maturity Notices for defaulted loans (1.5); review multiple e-mails on Rio Rancho Loan funding proposal (0.3); telephone call from M. Guymon on Gramercy project and workout proposal (0.4); e-mail to M. Olson and A. Stevens on Gramercy loan and workout proposal (0.2); review M. Olson e-mail comments on Gramercy loan workout proposal (0.2); review preliminary title reports for Gramercy project and 6425 Gess Project (0.3); review and respond to M. Olson e-mail and revised letter on Levin Hills Loan Workout proposal (0.3); revise Motion to Approve Additional Advance for Rio Rancho Loan and Declaration of Robert Russell in Support, and circulate for comments (0.4); conference with A. Jarvis on Motion to Approve Additional Advance for Rio Rancho Loan (0.2); revise Second Amendment to Trust Deed and draft Second Amendment to Loan Documents for Rio Rancho Additional Advance, and circulate for comments (0.5); begin draft of consent letter to Direct Lenders for Rio Rancho Loan (0.2).

08/01/06 S Strong

9.10 Review email from P. Jacobi regarding investor clients position on Motion to Distribute, and email to L. Schwartz and A. W. Jarvis regarding same (0.2); review emails from L. Davis and R. LePome regarding their clients positions on same (0.2); meet with B. J. Kotter to discuss research for Reply in support of Motion to Distribute (0.2); further discussions with B. J. Kotter regarding same (0.2); review and analysis of various responses filed to Motion to Distribute Funds, research and analysis for Reply regarding same, and draft and revise Reply (2.2); review statement of facts compiled by S. Smith for Declaration in support of same, revise and expand statement of facts, and draft proposed Declaration in support of Motion to Dismiss (1.7); meet with A. W. Jarvis to discuss additional issues to address in Reply and Declaration (1.3); continue drafting and revising Reply and

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Declaration in support of Motion to Distribute (2.9); circulate drafts of Reply and Declaration with comments to A. W. Jarvis and Mesirow team for review (0.2).

08/01/06 S Strong	.40 Review emails from D. M. Monson and L. Schwartz regarding issues concerning additional funding of Rio Rancho loan (0.2); confer with A. W. Jarvis and D. M. Monson regarding same (0.2).
08/01/06 S Strong	.30 Review documents received today from M. Olson regarding Bundy Canyon funds still in escrow (.3).
08/01/06 S Tingey	1.00 Telephone conference with S. Smith, A. Stevens, M. Olson, A. W. Jarvis, D. M. Monson regarding demand letters and follow up with defaulted borrowers (1.0).
08/01/06 E Toscano	.30 Emails with K. G. Glade regarding title report updates; draft email to S. C. Tingey regarding same; meeting with S. C. Tingey to discuss same.
08/01/06 C Hurst	5.90 Download requests for Notice for master service list (.4); update event/tickler calendar (.4); office conference with S. C. Tingey regarding chart of loan file review and importing data from various resources; work on chart (5.1).
08/02/06 K Glade	2.20 Preparation for and participate in telephone call with Hasley Canyon borrower's counsel (0.8); subsequent review of documents (0.4); related e-mail to USA (0.3); e-mail to A. Jarvis on IP and Oak Valley Investors (0.3); e-mails regarding title report information for Palisades (0.8).
08/02/06 A Jarvis	.50 Telephone conference with B. Russell and T. Allison regarding Rio Rancho financing, Boise Gowan.
08/02/06 A Jarvis	.30 Telephone conference with B. Bullard, B. Russell and T. Allison regarding Rio Rancho funding.

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08/02/06 A Jarvis	.20 Telephone conference with D. M. Monson regarding Rio Rancho funding proposal.
08/02/06 A Jarvis	.20 Telephone conference with T. Allison regarding collection issues.
08/02/06 A Jarvis	.30 Messages to and from B. Bullard and J. Gordon regarding funding of Rio Rancho, terms and procedures for loan.
08/02/06 A Jarvis	.70 Review and revise motion on Rio Rancho funding; conference with D. M. Monson regarding same.
08/02/06 A Jarvis	.30 Correspondence on Oak Valley.
08/02/06 D Monson	6.70 Review and respond to e-mail from L. Schwartz on release of claims for Rio Rancho loan workout, and review e-mails from A. Jarvis on waiver of claims (0.4); conference with S. Tingey on Interest Reserve exhaustion letters and Palm Harbor Loan documents on funding issues (0.3); revise draft of Consent Letter of Direct Lenders for Rio Rancho Loan to Fertitta proposed Additional Advance, and circulate for comment (1.1); multiple discussions with A. Jarvis on Rio Rancho Loan Additional Advance Term Sheet, Motion to Approve Additional Advance for Rio Rancho Loan, and Second Amendment to Loan Documents, and circulate for review and comments (1.1); telephone call from A. Stevens and e-mail to A. Stevens on Interest Reserve exhaustion and interest payment demand letter to Borrowers (0.2); e-mails with B. Bullard of Fertitta on Additional Advance Term Sheet, and telephone call from B. Bullard's assistant (0.4); review e-mails from L. Schwartz on Rio Rancho Loan and Additional Advance and comments on documentation (0.4); further revise and finalize Motion to Approve Additional Advance for Rio Rancho Loan and Second Amendment to Loan Documents, and e-mails and telephone call to L. Schwartz on filing motion and shortening time for hearing (1.3); e-mails to

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T. Allison and A. Jarvis and other Debtor officers on status of Rio Rancho Loan Additional Advance and consent letter to Direct Lenders (0.4); e-mails to R. Russell and S. Scann on Rio Rancho Loan and Fertitta offer (0.2); telephone call to J. Reed on Rio Rancho Project Appraisal (0.1); telephone call to S. Scann on Rio Rancho Loan Additional Advance and R. Russell Declaration (0.3).

08/02/06 S Strong

.80 Confer with D. M. Monson and A. W. Jarvis regarding Rio Rancho funding issues and status of motion regarding same (0.2); review various emails from D. M. Monson, and revised draft of Fertitta term sheet regarding same (0.3); review draft motion for approval of same (0.3).

08/02/06 S Strong

9.10 Review comments from S. Smith and M. Kehl to draft of Reply regarding motion to distribute and continue revising and expanding Reply (1.7); telephone conference with S. Smith regarding distribution figures and calculations (0.6); confer with B. J. Kotter regarding status of additional research needed for same, review his research summaries, and incorporate legal points and authorities into Reply regarding motion to distribute (2.6); review additional responses received to motion to distribute, sur-reply filed by FTD committee, and objection to same filed by Diversified committee, and make further revisions to Reply regarding motion to distribute (1.9); further telephone conferences with S. Smith regarding calculations and figures used in Reply, and review emails from her regarding same (0.5); review proposed exhibits to Declaration in support of motion to distribute, confer with S. Smith regarding same, review replacement exhibit, and assemble and transmit exhibits to local counsel for filing (0.9); make final revisions to Reply, and transmit to local counsel for filing (0.8).

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08/02/06 S Tingey	1.10 Draft form letter to borrowers regarding exhaustion of interest reserve (0.6); conference with paralegal regarding data assembled for third parties (0.2); review chart of data (0.3).
08/02/06 E Toscano	.30 Locate and forward all pdf files and emails of updated title reports to K. G. Glade.
08/03/06 K Glade	6.00 Draft e-mail to T. Allison regarding IP and Oak Valley Investors (0.3); responsive e-mails (0.1); e-mails with USA regarding Hasley Canyon title report (0.2); review proposed payoff on the Hasley Canyon (0.3); draft e-mail to A. Stevens on Hasley Canyon (0.3); draft e-mail to A. Stevens regarding Hasley Canyon payoff and related issues (0.8); e-mail to Hasley Canyon borrower's counsel (0.2); draft responsive e-mail to Palisades regarding litigation report and activity (0.8); review notice of trustee's sale on Fox Hills and Fox Hills title report and draft related e-mail to USA (1.5); draft e-mail to A. Jarvis regarding requests from Palisades (0.2); review Ocean Atlantic materials and draft proposed notice of subordinate financing to direct lender (0.8); draft related e-mail to A. Stevens (0.3); draft e-mail to C. Scully regarding Colt Gateway loans (0.3); draft e-mail to Palisades regarding title reports (0.3).
08/03/06 A Jarvis	.20 Correspondence on Oak Valley, IP issues.
08/03/06 A Jarvis	.40 Correspondence on Rio Rancho proposal, funding issues.
08/03/06 A Jarvis	.40 Telephone conference with M. Schmall regarding motion to distribute settlement of objection of Dr. Kantor (.2); follow up e-mails regarding information requested by M. Schmall (.2).
08/03/06 A Jarvis	.60 Correspondence regarding issues on Rio Rancho/Fertitta proposed funding.

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08/03/06 D Monson

8.40 Review voice mail messages from A. Jarvis, J. Gordon and B. Bullard on changes to Fertitta Term Sheet and Amendment to Motion to Approve Additional Advance for Rio Rancho Loan (0.3); review e-mail from M. Olson on response to discounted payoff fro Glendale Towers Partners, Urban Housing Alliance and 3685 San Fernando Road Loans (0.2); telephone call from A. Stevens on Rio Rancho Additional Advance consent issues and disbursement issues (0.2); further revisions to Fertitta Term Sheet and forward revisions to B. Bullard (0.4); review documentation from A. Stevens on current Direct Lenders for Rio Rancho Loan (0.2); telephone calls from S. Scann on Rio Rancho Additional Advance issues (0.7); revise Direct Lender Consent Letter for Rio Rancho Loan and forward to M. Olson, T. Allison and A. Jarvis for review (0.7); review e-mails from M. Olson on approval of Nevada Mortgage Lending Division to Rio Rancho Loan Additional Advance, and respond to M. Olson (0.6); review appraisal information for Rio Rancho Loan (0.3); telephone call from M. Olson on Direct Lenders Consent Letter for Rio Rancho Loan Additional Advance (0.3); review e-mails from M. Olson and A. Stevens on Direct Lenders Consent Letter for Rio Rancho Loan Additional Advance (0.3); draft Amended Motion for Authority for Additional Loan Advance for Rio Rancho Loan, circulate to interested parties, and forward to L. Schwartz for filing (0.8); revise Declaration of R. Russell and e-mail to S. Scann, Rio Rancho Additional Advance (0.5); telephone calls from B. Bullard, forward e-mail to Rio Rancho Additional Advance issues (0.5); review e-mail from B. Bullard, forward e-mail to Rio Rancho attorney, and respond to e-mail from B. Bullard (0.4); telephone call to J. Gordon, Executory Contract Committee attorney, on Rio Rancho Motion to Approve Additional Advances (0.2); finalize consent letter to Direct Lenders on Rio Rancho

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Additional Advance with comments from B. Bullard and J. Gordon (0.5); review Amended Fertitta Term Sheet (Rio Rancho Loan) from B. Bullard (0.3); review source documents for list of existing Direct Lenders and verify addresses for Direct Lenders, and telephone call to A. Stevens to reconcile addresses, and supervise Notices sent to Direct Lenders of Additional Advance for Rio Rancho Loan (0.5); review and respond to e-mail from M. Olson on documentation to Commissioner Brice for approval of Rio Rancho Loan Additional Advance (0.5).

08/03/06 S Tingey	1.00 Telephone conference with A. Stevens regarding default letters and procedure (0.3); conference with paralegal regarding loan file chart to be provided to third-parties (0.2); revise and review loan chart (0.5).
08/03/06 E Toscano	.30 Meeting with the IT people to format pdf documents for forwarding same; organize and forward pdfs of all title reports, etc., to K. G. Glade.
08/04/06 K Glade	.60 Telephone call with J. Reed regarding IP collateral position and related instructions to A. Hansen regarding e-mail information (0.4); e-mail to A. Stevens regarding Ocean Atlantic (0.2).
08/04/06 B Kotter	1.70 Continued legal research on subsection 553 issues (1.7).
08/04/06 D Monson	1.70 Telephone call with J. McPherson on Rio Rancho loan Additional Advance notices and Gramercy loan workout proposal (0.2); review S. Scann e-mail on Rio Rancho loan motion and hearing deadline (0.1); telephone call to S. Scann on Rio Rancho loan additional advance issues and hearing date (0.3); e-mail to M. Stone and A. Stevens on Rio Rancho loan additional advance loan documentation and title insurance issues (0.4); e-mails from S.

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Scann on scheduling Rio Rancho loan hearing and R. Russell Declaration (0.2); telephone call from J. McPherson on notice of hearing on Rio Rancho Loan Additional Advance, and coordinate with A. Hansen on sending notice to Direct Lenders (0.4); review e-mail from S. Strong on result of hearing and Order on Partial Releases for all loans (0.1).

- 08/04/06 S Strong .20 Email to D. M. Monson regarding Rio Rancho expedited hearing granted, and partial release motion granted (0.1); email to L. Schwartz regarding orders on motions granted (0.1).
- 08/04/06 S Tingey 1.40 Telephone conference with A. Stevens regarding communication with borrowers regarding interest reserve payments (0.2); analyze issues regarding interest reserve depletion (1.2).
- 08/07/06 K Glade 5.90 E-mails regarding Hasley Canyon payoff (0.3); conference with S. Tingey regarding Hasley Canyon payoff (0.3); telephone call with title company handling Fox Hills foreclosure (0.3); e-mails to USA seeking Fox Hills information (0.3); draft letter to Hasley Canyon's borrowers counsel (0.3); e-mails with A. Stevens and A. Kimborough regarding Fox Hills (0.4); review Fox Hills subordination agreement (0.3); telephone call from B. Day regarding Fox Hills foreclosure (0.2); telephone call to G. Sawyers (attorney for foreclosing lender on Fox Hills) (0.2); e-mail to A. Jarvis regarding Fox Hills foreclosure (0.2); review Fox Hills documents (0.7); draft demand letter to G. Sawyers regarding Fox Hills foreclosure (0.8); draft letter regarding Hasley Canyon payoff (0.8); related e-mails with A. Stevens, M. Kehl and J. Nugent (0.5); draft e-mail regarding letter to senior lender on Fox Hills and regarding possible title company claim (0.3).
- 08/07/06 A Jarvis .40 Conference with S. C. Strong regarding issues on motion to distribute and Bundy Canyon; review correspondence regarding same.

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08/07/06 A Jarvis	.30 Correspondence and conference with K. G. Glade regarding Fox Hills foreclosure.
08/07/06 A Jarvis	.40 Correspondence with T. Allison regarding meeting with borrowers.
08/07/06 A Jarvis	.50 Correspondence regarding Fertitta funding of Rio Rancho, hearing issues, committee information request.
08/07/06 A Jarvis	.40 Correspondence regarding Sheraton loan collection efforts.
08/07/06 A Jarvis	.40 Correspondence on Epic loan collections efforts.
08/07/06 D Monson	6.80 Review and respond to e-mail from E. Starr, Fertitta's attorney, on Rio Ranch Loan (0.2); e-mail from M. Stone on Fertitta Additional Advance Loan documents, and forward draft loan modification documents to M. Stone (0.2); respond to e-mail from A. Jarvis on Cottonwood Partners Loan (0.1); telephone call from R. Russell on Rio Rancho Additional Advance (0.2); e-mail to R. Russell and P. Connaghan on Rio Rancho Additional Advance (0.2); review and revise Certificates of Service for Rio Rancho Loan Notice of Hearing and Motion and Amended Motion (0.2); discuss process for responding to loan payoff requests with S. Tingey and K. Glade (0.2); telephone calls from E. Starr (Fertitta Attorney) on Rio Rancho Additional Advance (0.3); telephone calls to P. Connaghan on Rio Rancho Loan Order and Rio Rancho Loan documents (0.5); review proposed Order on Rio Rancho Loan Additional Advance prepared by S. Scann (0.3); discussion with K. Glade on Fox Hills foreclosure and automatic stay issues (0.1); review letter from Commonwealth Title on Gramercy loan title insurance defense (0.2); revise draft order on Rio Rancho Loan Additional Advance, and e-mails to P. Connaghan, E. Starr and L. Schwartzer on finalizing order and committee approval (0.4); telephone call from M. Olson on Nevada